

Amendments to the Claims

The listing of claims will replace all prior versions and listing of claims in the application:

5 Listing of Claims:

Claims 1-4: Cancelled.

Claim 5 (currently amended): ~~The compound of claim 2,~~ A compound represented by the structural formula:



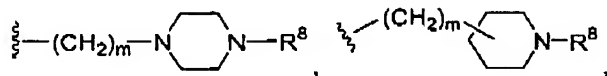
10 Formula III

or a pharmaceutically acceptable salt or solvate thereof.

wherein:

wherein R is unsubstituted phenyl, unsubstituted pyridyl or unsubstituted pyrimidinyl[:]

- 15 R² is selected from the group consisting of R⁹, alkyl, aryl, arylalkyl, heteroaryl, heteroarylalkyl, heterocyclyl, heterocyclylalkyl, alkenyl, alkynyl, cycloalkyl, -CF₃, -C(O)R⁷, alkyl substituted with 1-6 R⁹ groups which groups can be the same or different with each R⁹ being independently selected,



- 20 and , wherein each of said aryl, heteroaryl,

arylalkyl and heterocyclyl can be unsubstituted or optionally independently substituted with one or more moieties which can be the same or different, each moiety being independently selected from the group consisting of halogen, alkyl, cycloalkyl, CF₃, CN, -OCF₃, -OR⁶, -C(O)R⁷, -NR⁶R⁷, -C(O)OR⁶,

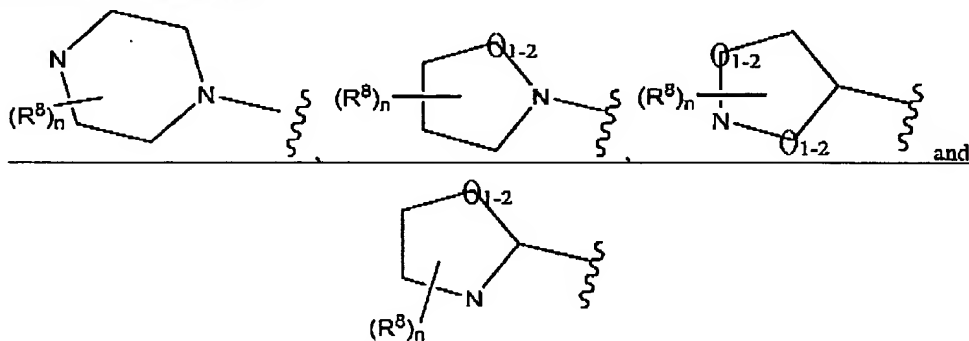
- 25 -C(O)NR⁵R⁶, -SR⁶, -S(O₂)R⁷, -S(O₂)NR⁵R⁶, -N(R⁵)S(O₂)R⁷, -N(R⁵)C(O)R⁷ and -N(R⁵)C(O)NR⁵R⁶;

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R^3 is selected from the group consisting of halogen, $-NR^5R^6$, cycloalkyl, aryl, heteroaryl, heteroarylalkyl, heterocyclyl, heterocyclylalkyl, alkynyl, alkenyl, $-(CHR^5)_n$ -aryl, $-(CHR^5)_n$ -heteroaryl, $-(CHR^5)_n$ -OR⁶, $-S(O_2)R^6$, $-S(O_2)NR^5R^6$,

$-(CH(aryl)_2)_m$, $-(CH_2)_m$ -NR⁸, 

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wherein each of said aryl, arylalkyl, cycloalkyl, heteroaryl, heteroarylalkyl, heterocyclyl and heterocyclylalkyl for R^3 and the heterocyclyl moieties whose structures are shown immediately above for R^3 can be unsubstituted or optionally independently substituted with one or more moieties which moieties can be the same or different, each moiety being independently selected from the group consisting of halogen, alkyl, aryl, cycloalkyl, CF_3 , CN, $-OCF_3$, $-OR^5$, $-C(R^4R^5)_nOR^5$, $-NR^5R^6$, $-C(R^4R^5)_nNR^5R^6$, $-C(O_2)R^5$, $-C(O)R^5$, $-C(O)NR^5R^6$, $-SR^6$, $-S(O_2)R^6$, $-S(O_2)NR^5R^6$, $-N(R^5)S(O_2)R^7$, $-N(R^5)C(O)R^7$ and $-N(R^5)C(O)NR^5R^6$.

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R^4 is selected from the group consisting of H, halogen, CF_3 , alkyl, cycloalkyl, aryl, heteroaryl, heteroarylalkyl, heterocyclyl, heterocyclylalkyl, alkynyl, alkenyl, $-(CHR^5)_n$ -aryl, $-(CHR^5)_n$ -heteroaryl, $-(CHR^5)_n$ -OR⁶, $-S(O_2)R^6$, $-C(O)R^6$, $-S(O_2)NR^5R^6$, $-C(O)OR^6$, $-C(O)NR^5R^6$, cycloalkyl, $-(CH(aryl)_2)_m$, $-(CH_2)_m$ -NR⁸,

and , wherein each of said aryl, alkyl, cycloalkyl, heteroaryl,

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heteroarylalkyl, heterocyclyl and heterocyclylalkyl can be unsubstituted or optionally substituted with one or more moieties which can be the same or different, each moiety being independently selected from the group consisting of halogen, alkyl, aryl, cycloalkyl, CF_3 , CN, $-OCF_3$, $-OR^5$, $-NR^5R^6$, $-C(O_2)R^5$, $-C(O)NR^5R^6$, $-SR^6$ and $-S(O_2)R^6$.

R⁵ is H, alkyl or aryl;

R⁶ is selected from the group consisting of H, alkyl, aryl, heteroaryl, arylalkyl, cycloalkyl, heteroarylalkyl, heterocyclyl and heterocyclylalkyl, wherein each of said alkyl, aryl, heteroaryl, arylalkyl, cycloalkyl, heteroarylalkyl, heterocyclyl and heterocyclylalkyl can be unsubstituted or optionally independently substituted with one or more moieties which can be the same or different, each moiety being independently selected from the group consisting of halogen, alkyl, aryl, cycloalkyl, heterocyclylalkyl, CF₃, OCF₃, CN, -OR⁵, -NR⁵R¹⁰, -N(R⁵)Boc, -C(R⁴R⁵)OR⁵, -C(O)R⁶, -C(O)OR⁵, -C(O)NR⁵R¹⁰, -SO₃H, -SR¹⁰, -S(O₂)R⁷, -S(O₂)NR⁵R¹⁰, -N(R⁵)S(O₂)R⁷, -N(R⁵)C(O)R⁷ and -N(R⁵)C(O)NR⁵R¹⁰.

R¹⁰ is selected from the group consisting of H, alkyl, aryl, arylalkyl, cycloalkyl, heterocyclyl, heterocyclylalkyl, heteroaryl, and heteroarylalkyl, wherein each of said alkyl, aryl, arylalkyl, cycloalkyl, heterocyclyl, heterocyclylalkyl, heteroaryl, and heteroarylalkyl can be unsubstituted or optionally substituted with one or more moieties which can be the same or different, each moiety being independently selected from the group consisting of halogen, alkyl, aryl, cycloalkyl, heterocyclylalkyl, CF₃, OCF₃, CN, -OR⁵, -NR⁴R⁵, -N(R⁵)Boc, -(CR⁴R⁵)_nOR⁵, -C(O₂)R⁵, -C(O)NR⁴R⁵, -C(O)R⁵, -SO₃H, -SR⁵, -S(O₂)R⁷, -S(O₂)NR⁴R⁵, -N(R⁵)S(O₂)R⁷, -N(R⁵)C(O)R⁷ and -N(R⁵)C(O)NR⁴R⁵.

or optionally (i) R⁵ and R¹⁰ in the moiety -NR⁵R¹⁰, or (ii) R⁵ and R⁶ in the moiety -NR⁵R⁶, may be joined together to form a cycloalkyl or heterocyclyl moiety, with each of said cycloalkyl or heterocyclyl moiety being unsubstituted or optionally independently being substituted with one or more R⁹ groups;

R⁷ is selected from the group consisting of alkyl, cycloalkyl, aryl, heteroaryl, arylalkyl and heteroarylalkyl wherein each of said alkyl, cycloalkyl, heteroarylalkyl, aryl, heteroaryl and arylalkyl can be unsubstituted or optionally independently substituted with one or more moieties which can be the same or different, each moiety being independently selected from the group consisting of halogen, alkyl, aryl, cycloalkyl, CF₃, OCF₃, CN, -OR⁵, -NR⁵R¹⁰, -CH₂OR⁵, -C(O₂)R⁵, -C(O)NR⁵R¹⁰, -C(O)R⁵, -SR¹⁰, -S(O₂)R¹⁰, -S(O₂)NR⁵R¹⁰, -N(R⁵)S(O₂)R¹⁰, -N(R⁵)C(O)R¹⁰ and -N(R⁵)C(O)NR⁵R¹⁰.

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R^8 is selected from the group consisting of R^6 , $-C(O)NR^5R^{10}$, $-S(O_2)NR^5R^{10}$, $-C(O)R^7$, $-C(O)OR^6$ and $-S(O_2)R^7$:

R^9 is selected from the group consisting of halogen, CN, NR^5R^{10} , $-C(O)OR^6$, $-C(O)NR^5R^{10}$, $-OR^6$, $-C(O)R^7$, $-SR^6$, $-S(O_2)R^7$, $-S(O_2)NR^5R^{10}$, $-N(R^5)S(O_2)R^7$, $-N(R^5)C(O)R^7$ and $-N(R^5)C(O)NR^5R^{10}$:

R^{11} is H, alkyl or aryl;

m is 0 to 4; and

n is 1-4.

Claim 6: Cancelled.

10 Claim 7 (currently amended): The compound of claim 5 2, wherein R is pyridylmethyl whose pyridyl is unsubstituted or optionally substituted with one or more moieties selected from the group consisting of F, Cl, Br, CN, $-NH_2$, $-N(H)C(O)CH_3$ and CF_3 .

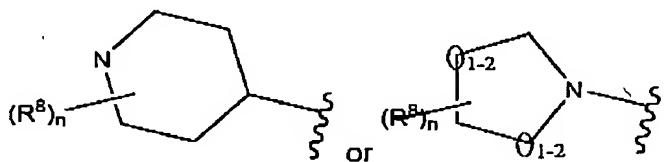
15 Claim 8 (original): The compound of claim 7, wherein said pyridyl is 2-pyridyl, 3-pyridyl or 4-pyridyl.

Claim 9 (currently amended): The compound of claim 5 2, wherein R is phenyl, pyridyl or pyrimidinyl each of which is substituted with one or more moieties which can be the same or different, each being independently selected from the group consisting of Cl, Br, $-NH_2$, $-N(H)C(O)CH_3$ or $-CF_3$.

20 Claim 10 (currently amended): The compound of claim 5 2, wherein R^2 is F, Cl, Br, I, hydroxyalkyl, alkoxyalkyl, or lower alkyl.

Claim 11 (original): The compound of claim 10, wherein R^2 is Br, I, $-CH_2OH$, $-CH_2OCH_3$, or methyl.

25 Claim 12 (currently amended): The compound of claim 5 2, wherein R^3 is aryl, $-NR^5R^6$,



wherein said alkyl and aryl and the heterocyclyl moieties shown immediately above for R^3 can be unsubstituted or optionally independently substituted with one or more moieties (in addition to any R^8) which can be the same or different, each

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moiety being independently selected from the group consisting of F, Cl, Br, CF₃, lower alkyl, hydroxyalkyl, alkoxy, -S(O₂)R⁶, and CN.

Claim 13 (currently amended): The compound of claim 5 2, wherein R⁴ is H, alkyl or aryl, wherein said alkyl or aryl can be unsubstituted or optionally

5 independently substituted with one or more moieties which can be the same or different, each moiety being independently selected from the group consisting of F, Cl, Br, CF₃, lower alkyl, hydroxyalkyl, alkoxy, -S(O₂)R⁶, and CN.

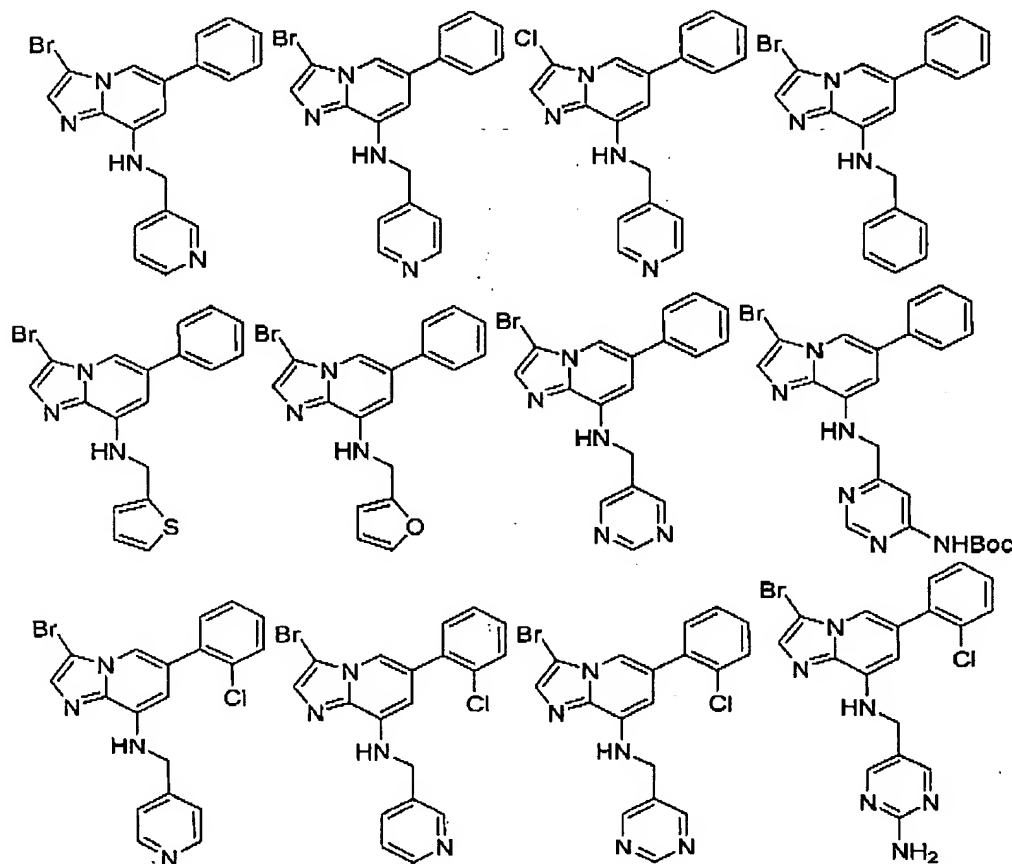
Claim 14 (currently amended): The compound of claim 5 2, wherein R⁵ is H.

Claim 15 (currently amended): The compound of claim 5 2, wherein R¹¹ is H.

10 Claim 16 (currently amended): The compound of claim 5 2, wherein m is 0.

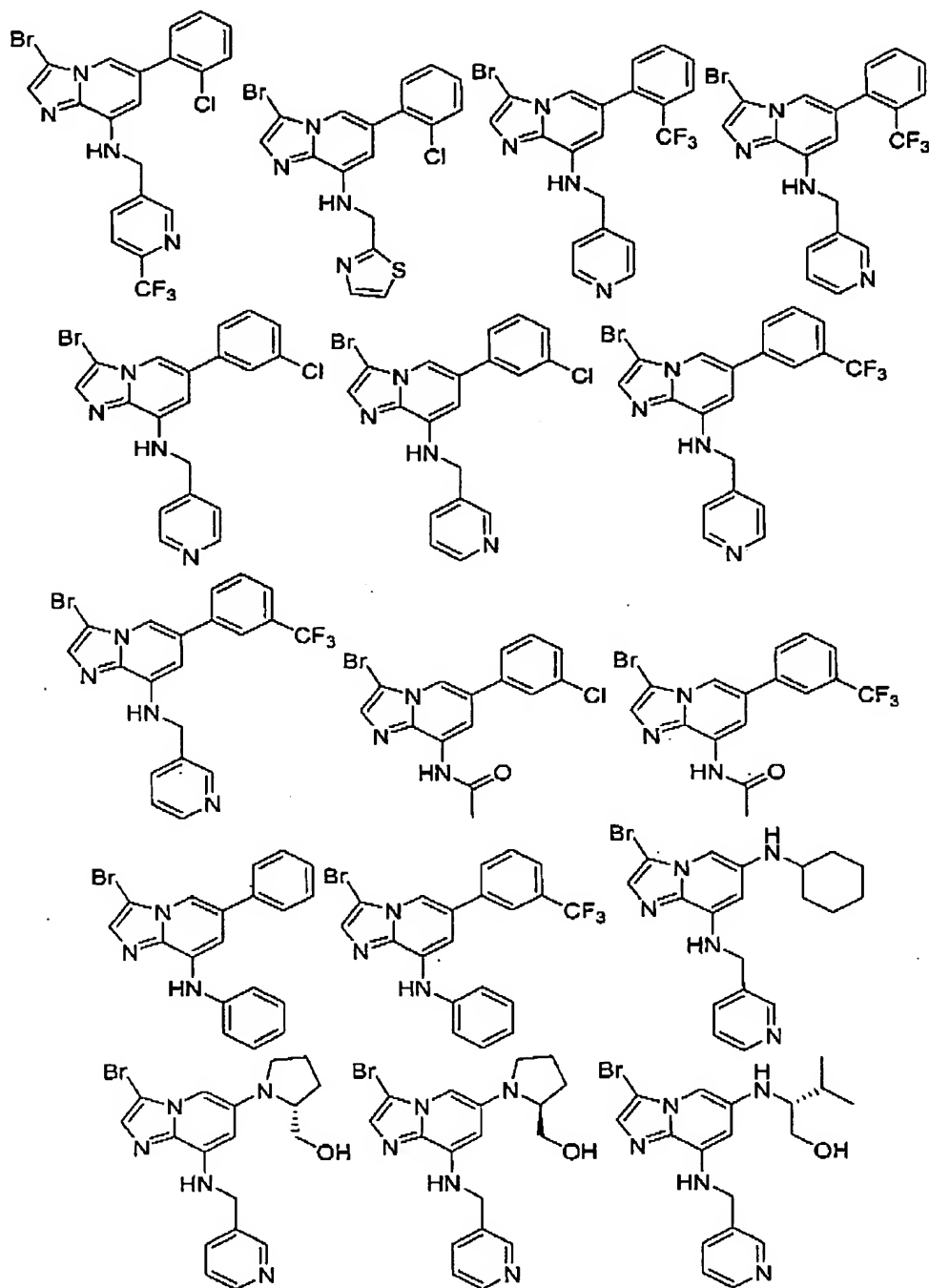
Claim 17 (currently amended): The compound of claim 5 2, wherein n is 1.

Claim 18 (original): A compound of the formula:



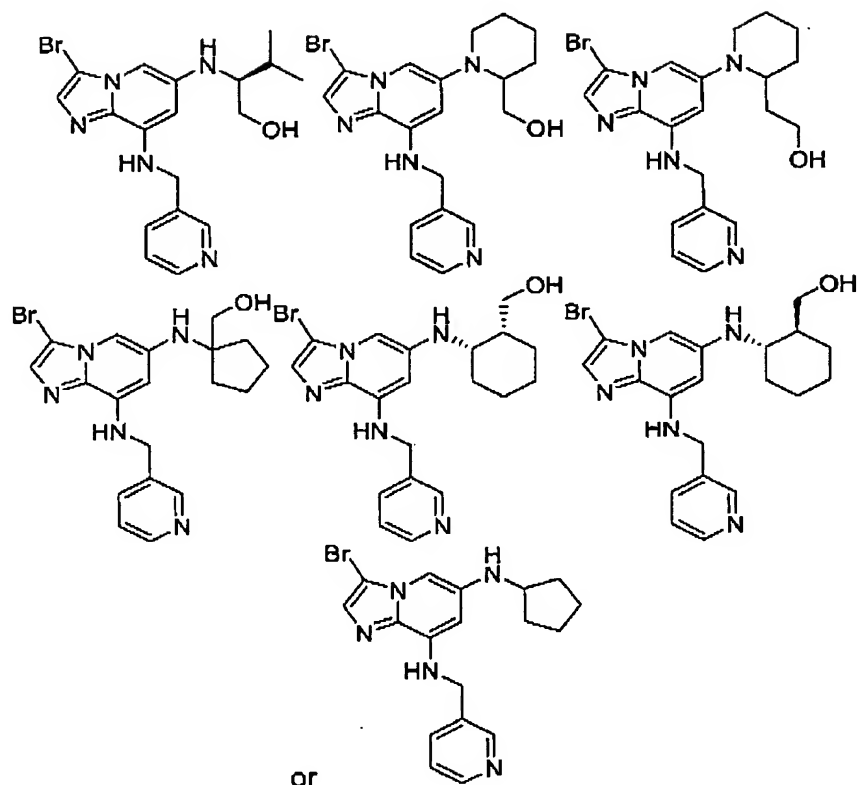
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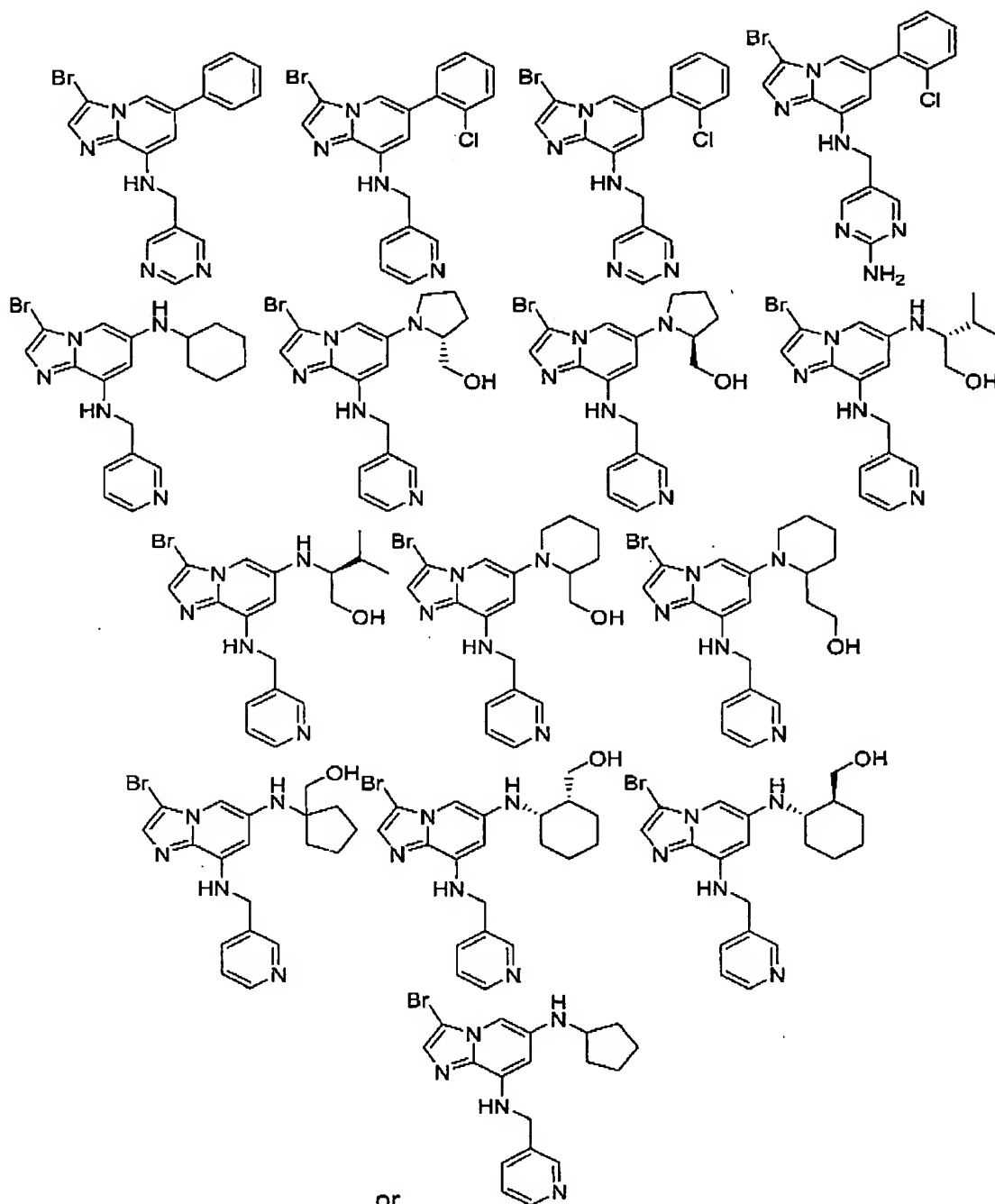
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5 or a pharmaceutically acceptable salt or solvate thereof.

Claim 19 (original): A compound of the formula:

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or a pharmaceutically acceptable salt or solvate thereof.

Claims 20-28: Cancelled.

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Claim 29 (currently amended): A pharmaceutical composition comprising a therapeutically effective amount of at least one compound of claim 51 in combination with at least one pharmaceutically acceptable carrier.

Claim 30: Cancelled.

5 Claim 31 (currently amended): A compound of claim 51 in purified form.